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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

EX PARTE

January 14, 2000

Ms. Magalie Roman Salas
Office of the Secretary
Federal Communications Commission
The Portals
445 Twelfth Street, S.W.
Washington, D.C. 20554

Re: Applications for Consent to the Transfer of Control
of Licenses and Section 214 Authorizations from U S
West, Inc., Transferor, To Qwest Communications
International, Inc., Transferee, CC Docket No.
99-272;
Ex Parte Submission on January 13, 2000

Dear Ms. Salas:

In reference to the ex parte analysis that we filed
yesterday, January 13, 2000, on behalf of McLeodUSA
Telecommunications Services, Inc. ("McLeodUSA"), in the above-
captioned proceeding, please note that we inadvertently wrote
January 13, 1999 as the date of the analysis. The correct date is
January 13, 2000. We have attached a replacement page with the
correct date.

Should you have any questions in reference to this matter,
please do not hesitate to contact the undersigned.

Sincerely,



Thomas Jones

Attorney for McLeodUSA

cc: Service List

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January 13, 2000

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Ms. Magalie Roman Salas
Office of the Secretary
Federal Communications Commission
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445 Twelfth Street, S.W.
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Re: Applications for Consent to the Transfer of Control of
Licenses and Section 214 Authorizations from U S WEST,
Inc., Transferor, To Qwest Communications
International, Inc., Transferee, CC Docket No. 99-272

Dear Ms. Salas:

Pursuant to Section 1.1206(b)(1) of the Commission's rules, 47 C.F.R. § 1.1206(b)(1), McLeodUSA Telecommunications Services, Inc. ("McLeodUSA"), by its attorneys, hereby files this written ex parte analysis of the legal and policy issues raised by the proposed acquisition of U S WEST, Inc. (U S WEST) by Qwest Communications International, Inc. ("Qwest"). The presentation consists of the legal and policy discussion contained in this letter, the economic analysis presented in the attached paper by Bridger M. Mitchell of Charles River Associates, and the attached Direct Testimony of Stacey Stewart, McLeodUSA's Vice President - ILEC Relations, which was recently filed with the Minnesota Public Utilities Commission.

1. U S WEST Has Repeatedly Violated The Requirements Of Section 251.

As McLeodUSA explained in its petition to deny the instant application as well as in oral ex parte presentations, U S WEST has been unwilling or unable to provide McLeodUSA with the wholesale inputs McLeodUSA needs to provide competitive local service in the U S WEST region. In the attached Direct Testimony, Stacey Stewart describes the specific ways in which U S WEST has denied, delayed, and degraded its wholesale service. As Mr. Stewart explains, McLeodUSA uses Centrex resale as its

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CERTIFICATE OF SERVICE

I, Carmen D. Minor, do hereby certify that on this 14th day of January, 2000, I have caused a copy of the foregoing replacement page to the *Ex Parte* filing to be served, via hand delivery or first class United States Mail, postage prepaid, upon the persons listed on the attached service list.

A handwritten signature in cursive script, reading "Carmen D. Minor", is written over a horizontal line.

Carmen D. Minor

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